

THE BRITISH ASSOCIATION OF UROLOGICAL SURGEONS

RULES

The British Association of Urological Surgeons Limited is a charitable company limited by guarantee.

The objects of the Association are to promote the highest standard in the practice of Urology for the benefit of patients by fostering education, research and clinical excellence.

These rules are made in accordance with Article 5 of the Association's Articles of Association. Copies of the Memorandum and Articles of Association are available for inspection at the Association's offices or on the website, www.baus.org.uk. Nothing in these Rules is intended to contradict the Memorandum and Articles. The Rules should be interpreted in accordance with the Memorandum and Articles.

1. MEMBERSHIP

- 1.1 Members shall be medical practitioners who are concerned with the practice of urological surgery at the time of their election and who continue in urological practice.
- 1.2 There shall be three classes of voting members who shall be entitled to hold office as Trustees or Council members and to vote at regional and general meetings of the Association:
 - a) Full Members must be on the Specialist Register in Urology in the UK or Ireland and in active practice in the UK or Ireland. Exceptionally Council may admit surgeons who are on the Specialist Register in another specialty but who have a substantial commitment to urology.
 - b) Associate Urological Specialist (AUS) Members, those in substantive staff grade, associate specialist and specialty doctor posts. An Associate Urological Specialist Member who becomes an officially designated consultant urologist shall inform the BAUS office of his/her start date and shall become a Full Member automatically.
 - c) Trainee Members, who shall be specialty trainees in the United Kingdom and Ireland in posts approved by the Specialist Advisory Committee in Urology leading to the award of a Certificate of Completion of Training (CCT) (i.e. those with a National Training Number) and specialty trainees who are within core surgical training but who have not yet been selected for run-through training. A Trainee Member who becomes an officially designated consultant urologist in the British Isles shall inform BAUS as soon as he/she is in post and shall become a Full Member automatically.
- 1.3 There shall be four classes of non-voting member:
 - a) Associate Members includes:
 - i) Consultants in the UK and Ireland who are not designated urologists and other doctors engaged in branches of medicine related to urology.
 - ii) All other UK and overseas trainees who do not hold an NTN, including those in research.
 - iii) Those holding clinical assistant and trust grade posts or any other post with a commitment to urology and not covered by the other categories.
 - b) Overseas Members, who shall be urologists of appropriate standing (ie holding a certificate of completion of specialty training or equivalent) outwith the UK and Ireland who have shown a sympathetic and continuing interest in The British Association of Urological Surgeons or who wish to have a connection with the Association for educational purposes.

- c) Senior Members. A Full or AUS Member who has retired from active practise will be eligible to apply for election to Senior Membership. Council is empowered to elect Associate Members on retirement to Senior Membership on an ad hoc basis. Senior Members shall pay:
 - i) a reduced annual subscription and receive the BJU International, BJMSU and BAUS mailings OR
 - ii) pay no subscriptions and receive BAUS mailings only.
- d) Honorary Members, who shall be persons who have made a distinguished contribution to urology or who have achieved outstanding prominence in a field of medicine related to urology either in the United Kingdom or abroad. They shall pay no annual subscription.

2. MODE OF ELECTION

- 2.1 Applications for membership shall be sent to the Honorary Secretary not less than two weeks before the next Council meeting for election. Elections to membership shall be confirmed at the Annual General Meeting.
- 2.2 Candidates for Full Membership shall be sponsored by two Full Members of the Association, and shall be elected by the Council
- 2.3 Candidates for Associate Urological Specialist Membership shall be sponsored by two Full Members, or one Full Member and one Associate Urological Specialist Member, and shall be elected by the Council.
- 2.4 Candidates for Trainee Membership shall be sponsored by two Full Members, and shall be elected by the Council.
- 2.5 Candidates for Associate Membership shall be sponsored by two Full Members, or one Full Member and one Associate Member, and shall be elected by the Council.
- 2.6 Candidates for Overseas Membership shall be sponsored by two members, one of whom must be a Full Member, the other either an Honorary, Overseas, Senior or Full Member and shall be elected by the Council.
- 2.7 The Council shall have power to elect such Honorary Members as they think fit, provided that they fulfil the conditions of Rule 1(3d).

3. TERMINATION OF MEMBERSHIP

- 3.1 Membership is terminated if the member concerned:
 - a) gives 14 days written notice of resignation to the Honorary Secretary;
 - b) dies;
 - c) is more than three months arrears in paying the relevant subscription; (the Trustees may reinstate the member upon application in writing and payment of the amount due plus an administration charge);
 - d) is removed from membership by resolution of the Trustees on the ground that in their reasonable opinion the member's continued membership is harmful to the charity. The Trustees may only pass such a resolution after notifying the member in writing and considering the matter in the light of any written representations which the member concerned puts forward within 14 clear days after receiving notice.

4. SUBSCRIPTIONS

Annual subscriptions shall be determined and annually reviewed by the Trustees. The subscription year shall be January to December. The annual membership subscriptions for 2010 are:-

Full	£	300
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Associate Urological Specialist	£	250
Trainee	£	120
Associate	£	250
Overseas	£	200
Senior (subscribing to the BJUI)	£	100
Senior (not subscribing to the BJUI)	Nil	
Honorary (with/without the BJUI)	Nil	

All subscriptions shall include the BJU International and the British Journal of Medical and Surgical Urology (BJMSU), unless otherwise indicated. The first subscription shall be due on election and subsequent subscriptions shall become due on the 1st January each year.

5. JOURNALS

The BJU International and the British Journal of Medical and Surgical Urology (BJMSU) are official journals of the Association. An Officer of the Association or a nominated Member of Council shall be an ex-officio member of the BJU International Company and attend Executive Committee meetings. An Officer of the Association or a nominated Member of Council shall be a member of the Editorial Board of the BJMSU.

6. OFFICERS

6.1 The Officers of the Association shall be the following:

- a) President
- b) Vice President
- c) Honorary Secretary
- d) Honorary Secretary Elect
- e) Honorary Treasurer
- f) Honorary Treasurer Elect

6.2 The Officers shall by virtue of their office be trustees of the Charity.

6.3 Procedures for appointment are set out below, all new appointments are subject to election at the Annual General Meeting and all Officers take and demit office at the Annual General Meeting.

6.4 **The President** shall hold office for two years from the time of appointment at the Annual General Meeting. The President is the chairman of the Trustees.

6.5 **The Vice President** shall hold office for two years after which s/he will proceed to President at the Annual General Meeting without a vote being necessary for this conversion. The Vice President shall be elected by the voting Members. Nominations will be invited by the Honorary Secretary and any voting Members wishing to stand must submit their nomination signed by two nominators who must be voting Members to the Honorary Secretary by a given date. Nominees and their nominators must be voting Members in good standing. A list of nominees and balloting forms will be sent to voting Members and the election will be by means of single transferable vote.

6.6 **The Honorary Secretary** shall hold office for two years from the time of the Annual General Meeting.

6.7 **The Honorary Secretary Elect** shall hold office for two years after which s/he shall proceed to Secretary at the Annual General Meeting without a vote being necessary for this conversion. The Honorary Secretary Elect shall be elected by the voting Members. Nominations will be invited by the Honorary Secretary and any voting Members wishing to stand must submit their nomination signed by two nominators who must be voting Members to the Honorary Secretary by a given date. Nominees and their nominators must be voting Members in good standing. A list of nominees and balloting forms will be sent to voting Members and the election will be by means of single transferable vote.

6.8 **The Honorary Treasurer** shall hold office for two years from the time of the Annual General Meeting.

6.9 **The Honorary Treasurer Elect** shall hold office for two years after which s/he shall proceed to Secretary at the Annual General Meeting without a vote being necessary for this conversion. The Honorary Treasurer Elect shall be elected by the voting Members. Nominations will be invited by the Honorary Secretary and any voting Members wishing to stand must submit their nomination signed by two nominators who must be voting Members to the Honorary Secretary by a given date. Nominees and their nominators must be voting Members in good standing. A list of nominees and balloting forms will be sent to voting Members and the election will be by means of single transferable vote.

7. **TRUSTEES**

7.1 The Board of Trustees has legal and fiduciary responsibility for the Association. Its performance is monitored by Council. There will be at least 6 and not more than 10 trustees.

7.2 The Trustees are the Officers of BAUS. Additionally the board of trustees can co-opt up to 4 additional trustees, to serve for a maximum of three years, with Council's approval.

7.3 Trustees must be aged under 65 years at the date of first appointment.

7.4 The Trustees must hold at least 3 meetings each year. A quorum at a meeting of the Trustees is a majority of the Trustees in office or 5, whichever is the greater.

7.5 The President or (if the President is unable or unwilling to do so) some other Trustee chosen by the Trustees present presides at each meeting.

7.6 Except for the chairman of the meeting, who has a second or casting vote, every Trustee has one vote on each issue.

8. **COUNCIL**

8.1 The Council will play a pivotal role in determining the strategic and professional direction of the Association, ensuring it is responsive to the needs and views of its membership. The Council consists of:

Members

The Trustees

16 regionally elected members

An AUS representative

Ex-officio members

The Chairmen of the Specialist Sections

Director of the BAUS Office of Education

Chairman of the SAC in Urology

A trainee representative (SURG)

Director of The Urology Foundation

Editor of the BJMSU

Chairman of the BJU International

Non Voting Members

A representative of the British Association of Urological Nurses

A representative of the UEMS/EBU

8.2 Council may appoint additional members for stated periods of time at their own discretion.

8.3 The Regional members shall be elected for three years and be eligible for re-election for a further period of two years. Candidates wishing to stand for election must be voting members in good standing.

- 8.4 Candidates must be in practise in the region in which they wish to stand for election and must remain in practise in that region throughout their term of office.
- 8.5 Candidates must be nominated by two voting members in good standing in the form prescribed and shall give their written consent to stand.
- 8.6 Members will take, and demit, office at the Annual General Meeting. If a regionally elected Council member moves from the region for which they were elected they will be required to stand down at the next Annual General Meeting and an election will be held.
- 8.7 Regionally elected Council members will be accountable to their electorate and will be required to report to Council.
- 8.8 If any casual vacancy occurs the Trustees shall have power to appoint a successor to fill it until the next Annual General Meeting.
- 8.9 Council will meet at least two but not more than four times a year. It may adjourn and otherwise regulate meetings as it thinks fit. At the request of the Trustees or one third of Council members, the Chief Executive shall at any time call a special meeting of Council.
- 8.10 The quorum for meetings of Council shall be one third of Council members.
- 8.11 The President or (if the President is unable or unwilling to do so) the Vice President or some other officer chosen by the officers present presides at each meeting.
- 8.12 Except for the chairman of the meeting, who has a second or casting vote, every voting member has one vote in respect of proposals arising at a meeting of Council. Legal and fiduciary matters are reserved to the Trustees.

9. DISQUALIFICATION AND REMOVAL OF COUNCIL MEMBERS

- 9.1 A person shall cease to be a Council member if he or she:
- a) Resigns his or her office by notice in writing to the Association;
 - b) Is absent without good reason for 3 consecutive meetings of Council;
 - c) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;

10 SECTIONS AND COMMITTEES

- 10.1 The Trustees may establish and disestablish such committees as they think fit. The Trustees may delegate any of their functions to committees of the Association consisting of two or more individuals appointed by them. One member of every committee must be a Trustee and all proceedings of committees must be reported promptly to the Trustees. Nothing in these rules shall deflect ultimate responsibility for the management of the Association from the Trustees.
- 10.2 The membership and terms of reference of each section and committee and the manner in which committee meetings are conducted shall be set out in the Standing Orders determined from time to time by the Trustees. Every committee shall, in the exercise of the powers so delegated by the Trustees, conform to any restrictions that may be imposed in the Standing Orders.

11 GENERAL MEETINGS

- 11.1 An Annual General Meeting must be held every year. At the AGM the members:
- a) elect new Members of the Association;
 - b) accept the retirement of those Trustees who wish to retire or who are completing their terms of service;

- c) elect Trustees and Members of Council;
- d) receive the Trustees' report on activities since the previous AGM;
- e) receive the accounts for the previous financial year;
- f) appoint auditors;
- g) may discuss and determine any issues of policy or deal with any other business put before them by the Trustees.

11.2 Any Members who want to move a motion at the Annual General Meeting shall give notice thereof in writing to the Honorary Secretary not less than two months before the date of such a meeting.

11.3 All members of the Association shall be entitled to attend general meetings but only Full, Associate Urological Specialist and Trainee Members shall be entitled to vote.

11.4 Visitors may, by permission of the President, be introduced by Members.

11.5 General meetings are called on at least 21 days' clear written notice specifying the business to be discussed.

11.6 There is a quorum at a general meeting if the number of members personally present is at least twenty of the voting members.

11.7 The President or (if the President is unable or unwilling to do so) some other member elected by those present presides at a general meeting.

11.8 Issues will be decided by a majority of the votes cast. Except for the chairman of the meeting, who has a second or casting vote, every member present in person has one vote on each issue.

11.9 Any general meeting which is not an AGM is an EGM. An EGM may be called at any time by the Trustees and must be called within 28 clear days on a written request from at least 25% of the voting members.

12 **AMENDMENT OF RULES**

12.1 The Trustees may make such additional rules as they may deem necessary or expedient or convenient for the proper conduct and management of the Association provided that no rule which shall be inconsistent with or repeal anything contained in the Rules may be made other than pursuant to points a) and b) below.

- a) The Rules may be altered only by the vote of a majority of the voting members at a general meeting. The Honorary Secretary shall despatch notice of every proposed alteration to all voting members not less than twenty-one days before the date of the meeting.
- b) No alterations or additions shall be made to the Rules which will cause the Association to cease to be a charity in law or which shall be inconsistent with, affect or repeal anything contained in the Memorandum or the Articles of association.

13 **AMENDMENT OF MEMORANDUM AND ARTICLES OF ASSOCIATION**

13.1 The Association in general meeting shall have power to alter or amend the Memorandum and Articles of association. The Memorandum and Articles of association may only be altered by the vote of at least three-quarters of those voting members present and voting. The quorum for a meeting at which amendment to the Memorandum and Articles is to be considered is 80. The Honorary Secretary shall

despatch notice of every proposed alteration to all voting members not less than twenty-one days before the date of the meeting.

13.2 The trustees must:

- a) prepare a written memorandum of each amendment passed, which must be signed at the meeting at which the amendment is made by the person chairing the meeting;
- b) send to the Charity Commissioners a certified copy of the memorandum within three months of the date of the meeting; and
- c) retain the memorandum as part of the governing document

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